

WESTERN COVENTRY FIRE DISTRICT
Phone (401) 397-7520, Fax (401) 397-1084, www.wcfd.net
By-Laws and Charter Review Committee Meeting
Thursday, 3 October 2013, 7:00 p.m. at 1110 Victory Highway, Greene, RI 02827
MINUTES

Members Present

Robert Hevey
Robert Mann
Mary Ellen Carlu
Robert Guastini
Steven Bousquet

Clerk, Cheryl Wilcox

- 1. Call to order and attendance** – Mr. Hevey called the meeting to order at 7:04 p.m.
- 2. Confirmation of required meeting posting and quorum** – Mr. Hevey confirmed that there is a quorum present and the meeting has been posted in all of the required locations.
- 3. Old business**
 - a. Approval of 8-18-12 Minutes** – Ms. Carlu states that she didn't make the motion to add a sentence to Section 6.6. The names should be switched to say that Mr. Mann made the motion and it was seconded by Ms. Carlu. A motion is made by Mr. Bousquet and seconded by Mr. Mann to accept the minutes of August 18, 2012 as amended. All voted aye. Motion carried.
- 4. New business**
 - a. Review of Taxpayer Comment Letter** – The only item on the agenda is a letter from a taxpayer. Mr. Hevey sent Mr. Novak an email after the annual meeting because of Mr. Novak's concerns. Mr. Humble sent Mr. Novak a letter. The letter from Mr. Novak is a response to the email and partial response to Mr. Humble's letter. Mr. Novak makes a variety of points in the letter.

Mr. Hevey says that some of his questions are beyond the purview of this committee such as item #1 that talks about an action that was done against the previous Bylaws and the only purview would be for us to put those kind of words back in. Does anyone have an opinion?

Ms. Carlu We were charged by the Board of Directors a year and a half ago. We did it. It's a wonderful taxpayer who came forward and wrote all of this. He can come back next time and be a member and talk about it for two and a half years.

Mr. Hevey says that there are some valid points. He reads #22 that says right now the Chief shall be selected by the BOD. The new Charter talks of appointing the Chief. The Bylaws doesn't talk of the appointment. Mr. Hevey says that the paragraph could simply be changed to say that the Chief shall be selected and appointed. Mr. Bousquet and Mr. Hevey discuss the words selected and appointed. Mr. Hevey says it is just an inconsistency in the Bylaws that could be fixed. Mr. Carlu says we looked at it and we liked it with just the one word. Mr. Hevey says we could file it for future revisions.

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Mr. Mann asks if the BOD gave this committee clear direction. Did they say to review the letter or did they say address the questions. Mr. Hevey says there was no specific direction. .

A motion is made by Ms. Carlu that minutes of the Charter Review for this session has been met until there is another request by the BOD to open and start a new Bylaws revision committee, that we can end this meeting now. The motion was not seconded.

Mr. Guastini I think the BOD is looking for more than just take a look at it. They are looking to make some concrete recommendations. If I were on this board I would go through each one of those and I would either say yes we are or no we're not going to do it. Not a blanket statement saying that we don't care about these things because we have enough problems with this individual and its costing us \$16,000-\$17,000 a year in legal fees. We have to at least listen to the guy and make some changes that make sense, if they make sense.

Ms. Carlu It is a wonderful opportunity to reread it. After having reread the Bylaws, if there is one word and you want to add that one word, appointed, that is fine but I don't think it's necessary. If the BOD selects the person, he is also approved by the BOD with their vote so the semantics of using one or two words in there is not necessary.

Mr. Guastini Their concern is that the two documents should be a mirror image of each other. If you are saying one thing in one document the other should say the same.

Ms. Carlu makes a motion to have the BOD's write a nice letter to Mr. Novak and say Thank you for your concern, we have looked over them and we are going to make some recommendations to the future Bylaws Committee. Motion is not seconded. Motion does not carry.

Mr. Mann makes a motion to review the first 10 questions and make a recommendation to each one and adjourn at 9:00. If they go quickly, we will review more. Motion seconded by Ms. Carlu. All voted aye. Motion carried.

1. If it wasn't done at the meeting, that has nothing to do with this committee. Mr. Hevey asks if we should just state that no Charter/Bylaws actions are required for this item. After extensive discussion it was decided that the call of the meeting is what is legally out there as a document and what you are voting on. Do we have to change the Bylaws for #1? The committee says, no change required. All members vote aye.

2. No change needed. All members vote aye.

3. No change needed. All members vote aye.

4. Mr. Hevey's thought is that if someone is going to break a Bylaw and the penalty is in the Bylaws, than how can that penalty be enforced by the Bylaw? No change needed. All members vote aye.

5. Ms. Carlu feels it should be noted in the operation of the fire district which is from the BOD to the fire chief. There is discussion of the fiscal year. Mr. Hevey says the Bylaws says in section

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10.3 says the Tax Collectors' records for the fiscal year close on the last day of February. Members feel that defines the fiscal year. No change needed. All members vote aye.

6. Members agree that there was much discussion on this subject. No change needed. All members vote aye.

7. Mr. Hevey reads the new sentence and the sentence from the old Bylaws. Mr. Hevey says that this committee has the right to have a set of recommended changes forwarded to the BOD for consideration, and changing it back to the old way is a change. Members feel that Mr. Novak may be correct and it will be on file for the next Bylaws committee to take under consideration. A motion is made by Mr. Mann that a recommendation to the BOD for item #7 to go back to the old wording in the prior set of Bylaws. Motion is seconded by Mr. Bousquet. Ms. Carlu would like to make an amendment not to go back to the old wording, just to make them clearer because neither set is clear. Ms. Carlu, no; Mr. Mann, aye; Mr. Hevey, aye; Mr. Bousquet, aye.

8. No change needed. All members vote aye.

9. No change needed. All members vote aye.

10. Mr. Hevey proposes, 'after standard administrative procedures to include, but not be limited to'. Add the word be. Members feel that Mr. Novak may be correct and it will be on file for the next Bylaws committee to take under consideration.

11. Ms. Carlu says that the way a person votes is set by the BOD and the Moderator. Mr. Guastini says that the Moderator is going to go strictly by paper ballot in the future. No change needed. All members vote aye.

12. No change needed. All members vote aye.

13. No change needed. Mr. Mann abstains, all other members vote aye.

14. No change needed. All members vote aye.

15. No change needed. All members vote aye.

16. No change needed. All members vote aye. This is something that might be discussed by the BOD.

17. No change needed. All members vote aye. The Treasurer is bonded.

18. No change needed. All members vote aye.

19. The Treasurer selects the auditor. The Treasurer is elected by the taxpayers and should have the authority to hire the auditor. A motion is made by Mr. Mann that the BOD should review 9.13 of the Bylaws. Mr. Mann suggests that the Treasurer shall recommend three qualified auditors to the BOD. No change needed. All members vote aye.

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20. No change needed. All members vote aye.
21. No change needed. All members vote aye.
22. Add, 'and appointed' to be consistent with the Charter at the next annual meeting.
23. No change needed. All members vote aye.
24. Section 6.8 addresses this question. No change needed. All members vote aye.
25. There is discussion of what a 'direct report' is. No change needed. All members vote aye.
26. No change needed. All members vote aye.
27. Recommend to BOD to change 'of' to 'with'.
28. SOP's are established by the Chief. No change needed. All members vote aye.
29. No change needed. All members vote aye.
- 5. *Schedule next meeting* – n/a**
- 6. *Open forum* – n/a**
- 7. *Adjournment* – a motion is made by Ms. Carlu and seconded by Mr. Mann to adjourn the meeting at 8:50 p.m. All voted aye. Motion carried.**

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